

EXHIBIT 1



**REGISTERED AGENT
SOLUTIONS INC**

NOTICE OF CONFIDENTIALITY

STATE
OF WISCONSIN

CIRCUIT
COURT

WAUKESHA
COUNTY

FILED
09-19-2017
Clerk of Circuit Court
Waukesha County
2017CV001628

CREATE-A-PACK FOODS, INC.,

Plaintiff,

v.

WILTON BRANDS LLC,

Defendant.

Case No.:
Case Code: 30301
Classification: Money Judgment

SUMMONS

THE STATE OF WISCONSIN to each person named above as a Defendant:

You are hereby notified that the Plaintiff named above has filed a lawsuit or other legal action against you. The Complaint, which is attached, states the nature and basis of the legal action.

Within twenty (20) days of receiving this Summons, you must respond with a written answer, as that term is used in Wis. Stat. Ch. 802, to the Complaint. The Court may reject or disregard an answer that does not follow the requirements of the Statutes. The answer must be sent or delivered to the Court, whose address is 515 West Moreland Boulevard, Waukesha, Wisconsin 53188 and to the Plaintiff's attorneys, Cramer, Multhauf & Hammes, LLP, whose address is 1601 East Racine Avenue, P.O. Box 558, Waukesha, Wisconsin 53187. You may have an attorney help or represent you.

If you do not provide a proper answer within twenty (20) days, the Court may grant judgment against you for the award of money or other legal action requested in the Complaint, and you may lose your right to object to anything that is or may be incorrect in the

Complaint. A judgment may be enforced as provided by law. A judgment awarding money may become a lien against any real estate you own now or in the future, and may also be enforced by garnishment or seizure of property.

Dated this 19th day of September, 2017.

CRAMER, MULTHAUF & HAMMES, LLP,
Attorneys for Plaintiff,

BY: *Electronically signed by Matthew M. Fernholz*

MATTHEW M. FERNHOLZ
(State Bar No. 1065765)
PETER J. PLAUSHINES
(State Bar No. 1004302)

CRAMER, MULTHAUF & HAMMES, LLP
1601 East Racine Avenue • Suite 200
P.O. Box 558
Waukesha, WI 53187
(262)-542-4278
mmf@cmhllaw.com

STATE
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WILTON BRANDS LLC,

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COMPLAINT

NOW COMES the above-named Plaintiff, CREATE-A-PACK FOODS, INC., by its attorneys, Cramer, Multhauf & Hammes, LLP, complains and alleges against the above-named Defendant as follows:

NATURE OF THIS ACTION

This is a claim for breach of contract, or alternatively quantum meruit, unjust enrichment, and account stated.

PARTIES

1. Create-A-Pack Foods, Inc. is a Wisconsin corporation with its principal place of business located at 1880 Executive Drive, Oconomowoc, Wisconsin 53066 and its registered agent located at W1344 Industrial Drive, Ixonia, Wisconsin 53036-9486.
2. Wilton Brands LLC is an Illinois limited liability company with its principal place of business located at 535 East Diehl Road, Suite 300, Naperville, Illinois 60563 and its registered agent located at 2240 West 75th Street, Woodridge, Illinois 60517.

JURISDICTION AND VENUE

3. Jurisdiction is appropriate in Wisconsin under Wis. Stat. § 801.05(4) – (5), as the Defendant made promises to pay the Plaintiff for packaged food items ordered by the Plaintiff and held at Plaintiff's principal place of business in Wisconsin.

4. Venue is appropriate in Waukesha County, Wisconsin as it is the county of Plaintiff's principal place of business, and the location where the majority of product at issue in this case has been received and stored.

BACKGROUND FACTS

5. The Plaintiff specializes in the manufacturing and packaging of both liquid and dry food products.

6. The Defendant sells a variety of kitchen products including baking, cake decorating, and candy and cookie making supplies and packaged food items.

7. Beginning in approximately July 2011, Defendant began placing orders with the Plaintiff for packaged food items.

8. Defendant has continued placing product orders with Plaintiff through September 5, 2017.

9. Defendant routinely paid its invoices through 2016.

10. With the full knowledge of the Defendant and for Defendant's benefit, the Plaintiff routinely purchased materials and packaging to support customer product demand forecast, product pricing, and delivery expectations.

11. In approximately March 2017, Defendant informed Plaintiff that a significant amount of products previously ordered from the Plaintiff, including but not limited to edible baking decorations and decorating sugars, would be produced in China instead of

Plaintiff's facility. As a result, much of the materials and packaging held by the Plaintiff were rendered obsolete.

12. On July 17, 2017, the obsolete materials were invoiced to Defendant.

13. Defendant continued to order product from Plaintiff through September 5, 2017.

14. As of September 8, 2017, Defendant has total outstanding invoices of \$338,649.56. (See attached **Exhibit A**).

15. Plaintiff is presently holding a substantial amount of inventory ordered for Defendant and which Defendant refuses to claim.

16. Plaintiff is incurring significant daily storage costs to maintain product ordered by Defendant.

CLAIM FOR RELIEF: BREACH OF CONTRACT

17. By ordering material and product from Plaintiff, Defendant entered into a binding contract to pay for the product and material.

18. Plaintiff has fulfilled its obligations under the purchase orders.

19. Despite repeated demands for payment, the Defendant has failed to make payment for the products and materials ordered.

20. Defendant has breached its agreement with the Plaintiff to pay for products and material ordered.

21. The Plaintiff has suffered damages as a result.

ALTERNATIVE CLAIMS FOR RELIEF

ALTERNATIVE CLAIM NO. 1: QUANTUM MERUIT

22. The Plaintiff in good faith rendered and provided services to the Defendant, and the Plaintiff is entitled to the reasonable value of those services and the

remaining balance due and owing on the unpaid invoices totaling \$338,649.56 as of September 8, 2017.

ALTERNATIVE CLAIM NO. 2: UNJUST ENRICHMENT

23. The Plaintiff conferred a benefit upon the Defendant with the Defendant's knowledge and appreciation of the benefit, and exception and retention thereof by the Defendant, under circumstances in which it would be inequitable for the Defendant to retain the services without paying the reasonable value thereof plus interest.

ALTERNATIVE CLAIM NO. 3: ACCOUNT STATED

24. The Defendant, by placing orders for product and material with the Plaintiff, agreed to pay the Plaintiff for goods and services rendered.

25. At no time did the Defendant object to any invoice provided by the Plaintiff.

26. The Defendant has made partial payment of the amount owed to the Plaintiff.

27. The total balance owed as of September 8, 2017, is \$338,649.56.

RELIEF REQUESTED

The Plaintiff, Create-A-Pack Foods, Inc. demands Judgment against the Defendant, Wilton Brands LLC, as follows:

1. Judgment for breach of contract against Wilton Brands LLC or alternatively judgment for unjust enrichment, quantum meruit, or account stated.

2. Costs and disbursements, including attorney's fees incurred in pursuing this action against Wilton Brands LLC.

3. Any other sum as may be owed pursuant to the agreement between the parties.

4. Judgment for such other and further relief as the Court may deem just and equitable.

THE PLAINTIFF DOES NOT REQUEST A JURY

Dated at Waukesha, Wisconsin, this 19th day of September, 2017.

CRAMER, MULTHAUF & HAMMES, LLP,
Attorneys for Plaintiff,

BY: *Electronically signed by Matthew M. Fernholz*

MATTHEW M. FERNHOLZ
(State Bar No. 1065765)
PETER J. PLAUSHINES
(State Bar No. 1004302)

CRAMER, MULTHAUF & HAMMES, LLP
1601 East Racine Avenue • Suite 200
P.O. Box 558
Waukesha, WI 53187
(262)-542-4278
mmf@cmhlaw.com



W1344 Industrial Dr
Ixonia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

INVOICE

47810-1

5/5/2017

BILL TO: 254

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

SHIP TO:

TRASH

TERMS: NET 20

DUE DATE: 5/25/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot Quantity	
44-12201-4018-V2 - POUCH-WILTON CND GUM PASTE 1LB trash-gum paste pouch	5/5/2017	6778-1	6151-1	0 SPARTACUS LOGISTICS	9,766.00 16176	0.1900 EACH 9,766.00	1,855.54

All Prices Are Shown in US Dollar

Subtotal: 1,855.54
Tax: 0.00
Freight: 0.00
Total: 1,855.54

Thank You

CREATE A PACK

FOODS

W1344 Industrial Dr
Brownia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

CREDIT MEMO

47952-1

5/22/2017

BILL TO: 254

SHIP TO:

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

TERMS: NET 20

DUE DATE: 6/11/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot Quantity	
- Administrative Process Fee C-999				0	1.00	-250.0000	-250.00
						0.00	
- order #27465-000, item 710-4125				0	1.00	0.0000	0.00
						0.00	
- Non Compliance Rework C-997				0	1.00	-161.0000	-161.00
						0.00	

All Prices Are Shown in US Dollar

Subtotal:	-411.00
Tax:	0.00
Freight:	0.00
Total:	-411.00

Thank You

CREATE A PACK

FOODS

W1344 Industrial Dr
Ixonia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

INVOICE

48278-1

6/22/2017

BILL TO: 254

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

SHIP TO:

ROMEovILLE 2 (ROM2)
1010 W Taylor Rd
Romeoville IL 60446 UNITED STATES OF
AMERICA

TERMS: NET 20

DUE DATE: 7/12/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot Quantity	
710-9839 - WILTON CHOC JIMMIES TUB 10.5OZ				6	6,780.00	1.5800 EACH	10,712.40
569441	6/22/2017	7184-1	6524-1	SPARTACUS LOGISTICS	17171 C	2,952.00	
					17172 C	3,456.00	
					17173 C	372.00	
202001 - PALLET - GENERAL USE				1	12.00	10.0000 EACH	120.00
569441	6/22/2017	7184-1	6524-1	SPARTACUS LOGISTICS	17101	12.00	

All Prices Are Shown in US Dollar

Subtotal:	10,832.40
Tax:	0.00
Freight:	0.00
Total:	10,832.40

Thank You

Create-A-Pack Foods, Inc 2017

W1344 Industrial Drive
Ixonia, WI 53036

Invoice

Date	Invoice #
7/17/2017	16002

Bill To

Wilton Brands, LLC
535 Diehl Road
Suite 300
Naperville, IL 60563

Ship To

Wilton Brands, LLC
535 Diehl Road
Suite 300
Naperville, IL 60563

P.O. Number	Terms	Rep	Via	F.O.B.	Project
Due on receipt					
Quantity	Item Code	Description		Price Each	Amount
1	W-VRMD	Wilton - Value of Raw Materials Disposal		157,736.23	157,736.23
1	Misc	\$10.00 Per Item Handled - TBD		0.00	0.00
1	Misc	\$1,300.00 Per Compactor Used - TBD		0.00	0.00
1	Misc	\$35.00/hr Warehouse Labor - TBD		0.00	0.00
1	Misc	\$10.00 Per Item for Certificate of Destruction - TBD		0.00	0.00

Create-A-Pack Foods, Inc 2017

W1344 Industrial Drive
Ixonia, WI 53036

Invoice

Date	Invoice #
7/17/2017	16003

Bill To
Wilton Brands, LLC 535 Diehl Road Suite 300 Naperville, IL 60563

Ship To
Wilton Brands, LLC 535 Diehl Road Suite 300 Naperville, IL 60563

P.O. Number	Terms	Rep	Via	F.O.B.	Project	
	Due on receipt					
Quantity	Item Code	Description			Price Each	Amount
1	W-VPMD	Wilton - Value of Packaging Materials Disposal			142,444.17	142,444.17
1	Misc	\$10.00 Per Item Handled - TBD			0.00	0.00
1	Misc	\$1,300 Per Compactor Used - TBD			0.00	0.00
1	Misc	\$35.00/Hr. Warehouse Labor Charge - TBD			0.00	0.00
1	Misc	\$10.00 Per Item Certification of Destruction - TBD			0.00	0.00
				Total	\$142,444.17	

CREATE A PACK FOODS

W1344 Industrial Dr
Ixonia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

INVOICE

48716-1

8/11/2017

BILL TO: 254

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

SHIP TO:

ROMEovILLE (ROM1)
1125 TAYLOR RD
ROMEovILLE IL 60446.0 UNITED STATES OF
AMERICA

TERMS: NET 20

DUE DATE: 8/31/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot Quantity	
707-2599 - WILTON GUM PASTE POUCH 10OZ 3PK				12	8,880.00	1.9700 EACH	17,493.60
00576544	8/11/2017	7602-1	6899-1	SPARTACUS LOGISTICS	17221	4,392.00	
					17222	4,488.00	
202001 - PALLET - GENERAL USE				1	10.00	10.0000 EACH	100.00
00576544	8/11/2017	7602-1	6899-1	SPARTACUS LOGISTICS	17101	10.00	

All Prices Are Shown in US Dollar

Subtotal:	17,593.60
Tax:	0.00
Freight:	0.00
Total:	17,593.60

Thank You

CREATE A PACK

FOODS

W1344 Industrial Dr
Ixonia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

INVOICE

48968-1

8/30/2017

BILL TO: 254

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

SHIP TO:

ROMEovILLE 2 (ROM2)
1010 W Taylor Rd
Romeoville IL 60446 UNITED STATES OF
AMERICA

TERMS: NET 20

DUE DATE: 9/19/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot	Quantity
1911-511 - WILTON CANDY DIPS COCOA 10OZ CUP				4	20,036.00	0.2200 EACH	4,407.92
1063919	8/30/2017	7773-1	7063-1	SPARTACUS LOGISTICS	17230 C	2,944.00	
					17233 C	3,124.00	
					17234 C	3,980.00	
					17235 C	4,464.00	
					17236 C	4,416.00	
					17237 C	1,108.00	
202001 - PALLET - GENERAL USE				1	19.00	10.0000 EACH	190.00
1063919	8/30/2017	7773-1	7063-1	SPARTACUS LOGISTICS	17227	19.00	

All Prices Are Shown in US Dollar

Subtotal:	4,597.92
Tax:	0.00
Freight:	0.00
Total:	4,597.92

Thank You



W1344 Industrial Dr
Ixonia, WI 53036
Phone: (262) 567-6069
Fax: (262) 567-6099
www.create-a-pack.com

INVOICE

48969-1

9/5/2017

BILL TO: 254

WILTON BRANDS LLC
535 DIEHL ROAD SUITE 300
NAPERVILLE IL 60563 UNITED STATES OF AMERICA

SHIP TO:

ROMEOVILLE 2 (ROM2)
1010 W Taylor Rd
Romeoville IL 60446 UNITED STATES OF
AMERICA

TERMS: NET 20

DUE DATE: 9/25/2017

Item # and Description				Units Per CS	Quantity	Price	Extension
PO Number	Ship Date	Pack Slip #	BOL #	Ship Via	Lot	Lot Quantity	
1911-2222 - CANDY MELTS EZ THIN				4	12,964.00	0.3000 EACH	3,889.20
1063767	9/5/2017	7842-1	7125-1	SPARTACUS LOGISTICS	17237 C	808.00	
					17240 C	2,580.00	
					17241 C	2,784.00	
					17242 C	2,304.00	
					17243 C	4,488.00	
202001 - PALLET - GENERAL USE				1	13.00	10.0000 EACH	130.00
1063767	9/5/2017	7842-1	7125-1	SPARTACUS LOGISTICS	17227	13.00	

All Prices Are Shown in US Dollar

Thank You

Subtotal:	4,019.20
Tax:	0.00
Freight:	0.00
Total:	4,019.20